

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____

Chapter 11☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name ESP Petrochemicals, Inc.
2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names
3. Debtor's federal Employer Identification Number (EIN) 20-5825855
4. Debtor's address
- | | |
|--|---|
| Principal place of business | Mailing address, if different from principal place of business |
| <u>539 Hill Road</u> | <u>P O Box 640</u> |
| <u>Victoria, TX 77905</u> | <u>Rayne, LA 70520</u> |
| Number, Street, City, State & ZIP Code | P.O. Box, Number, Street, City, State & ZIP Code |
| <u>Victoria</u> | Location of principal assets, if different from principal place of business |
| County | <u>1003 South Hugh Wallis Road, Suite G-1,</u> |
| | <u>Lafayette, LA 70508, and</u> |
| | <u>See attached Exhibit 1 for additional locations.</u> |
| | Number, Street, City, State & ZIP Code |
5. Debtor's website (URL) http://espchem.com/
6. Type of debtor
- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership
- ☐ Other. Specify: _____

Debtor ESP Petrochemicals, Inc.
Name

Case number (if known) _____

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53AB))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80a-3)

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.naics.com/search/>.2131

8. Under which chapter of the Bankruptcy Code is the Debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operation, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<u>ESP Resources, Inc.</u>	Relationship to you	<u>Parent</u>
District	<u>Southern District of Texas</u>	When	Case number, if known _____

Debtor ESP Petrochemicals, Inc.
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code _____

Is the property insured?

☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative Information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- ☐ 1-49
- ☐ 50-99
- ☒ 100-199
- ☐ 200-999

- ☐ 1,000-5,000
- ☐ 5,001-10,000
- ☐ 10,001-25,000

- ☐ 25,001-50,000
- ☐ 50,001-100,000
- ☐ More than 100,000

15. Estimated Assets

- ☐ \$0 - \$50,000
- ☐ \$50,001 - \$100,000
- ☐ \$100,001 - \$500,000
- ☐ \$500,001 - \$1 million

- ☒ \$1,000,001 - \$10 million
- ☐ \$10,000,001 - \$50 million
- ☐ \$50,000,001 - \$100 million
- ☐ \$100,000,001 - \$500 million

- ☐ \$500,000,001 - \$1 billion
- ☐ \$1,000,000,001 - \$10 billion
- ☐ \$10,000,000,001 - \$50 billion
- ☐ More than \$50 billion

16. Estimated liabilities

- ☐ \$0 - \$50,000
- ☐ \$50,001 - \$100,000
- ☐ \$100,001 - \$500,000
- ☐ \$500,001 - \$1 million

- ☒ \$1,000,001 - \$10 million
- ☐ \$10,000,001 - \$50 million
- ☐ \$50,000,001 - \$100 million
- ☐ \$100,000,001 - \$500 million

- ☐ \$500,000,001 - \$1 billion
- ☐ \$1,000,000,001 - \$10 billion
- ☐ \$10,000,000,001 - \$50 billion
- ☐ More than \$50 billion

Debtor **ESP Petrochemicals, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signature**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

03/09/2016
MM / DD / YYYY

X

Signature of authorized representative of debtor

Title **Chief Executive Officer****David A. Dugas**

Printed name

18. Signature of attorneyX /s/ **Edward L. Rothberg**

Signature of attorney for debtor

Date **3/09/2016**

MM / DD / YYYY

Edward L. Rothberg

Printed name

Hoover Slovacek LLP

Firm name

5051 Westheimer**Suite 1200****Houston, TX 77056**

Number, Street, City, State & ZIP Code

Contact phone **713.977.8686**Email address **rothberg@hooverslovacek.com****17313990**

Bar number and State

VOLUNTARY PETITION - EXHIBIT 1

Location of Principle Assets (if different than street address):

1148 East Texas Avenue
Rayne, LA 70578

1108 Albrad Avenue
Pharr, TX 78577

100 FM 2468
Center, TX 75935

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS
OF
ESP PETROCHEMICALS, INC.**

A special meeting of the Board of Directors of ESP Petrochemicals, Inc., a Louisiana corporation (the "Corporation") was held on January 29, 2016, at 1:30 o'clock p.m. (Central).

Present at the meeting were David A. Dugas, Director, Erich Munding of Bridge Capital, and Edward Rothberg, of Hoover Slovacek LLP.

The purpose of the meeting concerned the financial condition of the Corporation. The board of directors received and reviewed reports furnished to them concerning the financial condition of the Corporation. The prospect of reorganizing under the provisions of Chapter 11 of the United States Bankruptcy Code was discussed. Following extensive discussions, and upon motion duly made, seconded and carried, the following resolutions were passed by the quorum present:

WHEREAS, David A. Dugas and Tony J. Primeaux are the directors of the Corporation: and

WHEREAS, the Board having received and reviewed reports furnished to it concerning the financial condition of the Corporation, along with related issues: and

WHEREAS, it appearing, in the business judgment of the Board that the Corporation should reorganize under the supervision of the United States Bankruptcy Court, it is hereby:

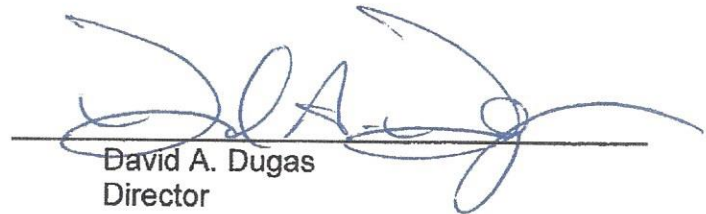
RESOLVED, that the Corporation, is authorized, at the earliest opportunity, to seek reorganization by initiating a case under the provisions of Chapter 11 of the Bankruptcy Code;

RESOLVED FURTHER, that David A. Dugas, Chief Executive Officer is authorized and directed to prepare or cause to be prepared all documents,

petitions, pleadings and other instruments necessary to initiate and prosecute the Bankruptcy Case under the Bankruptcy Code;

RESOLVED FURTHER, that the Corporation is authorized and directed to employ and retain the firm of Hoover Slovacek LLP, to represent the Corporation in its case under the Bankruptcy Code upon such retainer and compensation agreement as may seem in the sole discretion of the President to be appropriate.

There being no further business to come before the meeting, it was, upon motion duly made, seconded and unanimously carried, adjourned.



David A. Dugas
Director



Tony J. Primeaux
Director

United States Bankruptcy Court
Southern District of Texas

In re ESP Petrochemicals, Inc.

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for ESP Petrochemicals, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

ESP Resources, Inc.
1003 South Hugh Wallis Road, Suite G-1,
Lafayette, LA 70507

☐ None [*Check if applicable*]

March 9, 2016

Date

/s/ Edward L. Rothberg

Edward L. Rothberg 17313990

Signature of Attorney or Litigant

Counsel for ESP Petrochemicals, Inc.

Hoover Slovacek LLP

5051 Westheimer

Suite 1200

Houston, TX 77056

713.977.8686 Fax: 713.977.5395

rothberg@hooverslovacek.com

Fill in this information to identify the case:

Debtor name **ESP Petrochemicals, Inc.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**

Case number (if known): _____

☐ Check if this is an
amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Access Chemicals & Services, LLC 7322 SW Freeway Suite 2000 Houston, TX 77074-1314	713-270-7215	Trade				\$73,470.98
Advanced Chemical Logistics P.O. Box 185010 Fort Worth, TX 76181-0010	817-590-8140	Trade	Contingent Unliquidated Disputed			\$60,777.39
Baker Hughes Business Support Services PO Box 301057 Dallas, TX 75303-1057	800-321-5977 ext.28	Trade				\$68,459.93
Charles R. Minyard P.O. BOX 3642 600 Jefferson St. Suite 501 Lafayette, LA 70502	337-266-2300	Legal Fees				\$43,310.07
Chemical Control P. O. Box 142 Carencro, LA 70520		Trade				\$84,316.18
CST Performance Products Corp. P.O. Box 8612 Grangerland, TX 77302	936-231-3004	Trade				\$274,847.15
Harcros Chemicals Inc P. O. Box 270 St. Gabriel, LA 70776	Christie 913-621-7830	Judgment				\$23,790.31

Debtor **ESP Petrochemicals, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Hoover Container Solutions Hoover Container Solutions P.O. Box 732866 Dallas, TX 75373-2866	281-870-8402	Judgment				\$83,391.96
Industrial Chemicals, Inc. 2042 Montreat Drive Birmingham, AL 35216	Donette (accts rec) 1-800-476-2042	Judgment				\$391,174.20
K-Solv LP 9660 Katy Freeway Houston, TX 77055	713-468-5768	Trade				\$70,498.46
KWWD, LLC d/b/a Keller Williams Realty The Woodlands 1401 Woodlands Parkway The Woodlands, TX 77380		Breach of Contract for broker's commission re: premises located at 9595 Six Pines Drive, Suite 6305, The Woodlands, TX 77380	Contingent Unliquidated Disputed			\$52,282.47
Martin Energy Services LLC P. O. Box 95363 Grapevine, TX 76099-9733	Julie 337-788-7114	Trade				\$113,612.88
Matthews, Lawson & Johnson, PLLC 2000 Bering Drive Ste 700 Houston, TX 77057	713-355-4200	Guaranty of Note Legal Fees				\$215,767.76 \$85,445.77
Nexeo Solutions, LLC 62190 Collections Center Drive Chicago, IL 60693-0621	800-498-5745	Trade				\$56,056.98
NovaStar LP P.O. Box 252 Midland, TX 79702		Trade				\$42,575.60
Oilfield Solutions, Inc 2614 S. County Road Midland, TX 79706						\$22,742.25
Premier Chemical Technologies, LLC 109 Ridona Drive Lafayette, LA 70508						\$103,373.00

Debtor **ESP Petrochemicals, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Valero Marketing and Supply Company P.O. Box 300 Amarillo, TX 79105-0300						\$21,587.56
VISA - MidSouth Bank, NA P.O. Box 30131 Tampa, FL 33630-3131	Kevin Latiolais kevin.latiolais@mid south.bank (337) 593-3063	Credit card charges for expenses				\$161,758.95
VK Enterprises P.O. Box 3577 Edmond, OK 73083						\$22,143.50

Fill in this information to identify the case:Debtor name ESP Petrochemicals, Inc.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

3/09/2016

x

Signature of individual signing on behalf of debtor

David A. Dugas

Printed name

Chief Executive Officer

Position or relationship to debtor